



#6 JAC/B

IN THE U.S. PATENT AND TRADEMARK OFFICE

U.S. Patent Application S.N. 09/875,529

Title: METHOD AND SYSTEM FOR TRANSMITTING, RECEIVING, AND
COLLECTING INFORMATION RELATED TO A PLURALITY OF
WORKING COMPONENTS

Inventor(s): Janusz et al.

Filed: 06/06/01

Group Art Unit: 2681

CERTIFICATE OF MAILING

I hereby certify that this correspondence is being deposited with the U.S. Postal Service as first class mail in an envelope addressed to: Assistant Commissioner of Patents, Box DAC, Washington D.C. 20231, on January 3, 2002

Name Memorie S. Saperstein

Signature Memorie Saperstein

REQUEST FOR RECONSIDERATION OF PETITION UNDER 37 C.F.R. §1.47(a)

Assistant Commissioner of Patents
Box DAC
Washington, D.C. 20231

Sir:

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JAN 25 2002

This REQUEST FOR RECONSIDERATION OF PETITION UNDER 37 C.F.R. §1.47(a) IS IN RESPONSE TO THE LETTER DESIGNATED PAPER NO. 5 FROM THE USPTO MAILED DECEMBER 19, 2001.

OFFICE OF PETITIONS
DEPUTY ASSISTANT COMMISSIONER

§1.47(a) is in response to the Letter designated Paper No. 5 from the USPTO mailed December 19, 2001.

01/24/2002 AWONDAF1 00000021 09875529

01 FC:122

130.00 OP

On August 3, 2001, A DECLARATION IN SUPPORT OF PATENT APPLICATION BEING FILED WITHOUT THE SIGNATURE OF ONE OF THE INVENTORS UNDER 37 CFR 1.47 was filed by this office in the above-referenced application in response to a NOTICE OF MISSING PARTS. The document was filed without the requisite petition fee, as noted by the USPTO in the Letter designated Paper No. 5.

Therefore, enclosed with this request is the requisite petition fee in the amount of \$130, along with a copy of the original declaration filed on August 3, 2001.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "D. W. Nagle, Jr.", with a stylized flourish at the end.

David W. Nagle, Jr.
Reg. No. 42,923
STITES & HARBISON, PLLC
400 W. Market Street
Louisville, Kentucky 40202-3352
Phone (502) 587-3400
Facsimile (502) 587-6391



IN THE U.S. PATENT AND TRADEMARK OFFICE

U.S. Patent Application S.N. 09/875,529

Title: METHOD AND SYSTEM FOR TRANSMITTING, RECEIVING, AND
COLLECTING INFORMATION RELATED TO A PLURALITY OF
WORKING COMPONENTS

Inventor(s): Janusz et al.

Filed: 06/06/01

Group Art Unit: 2681

COPY

CERTIFICATE OF MAILING

I hereby certify that this correspondence is being deposited with the U.S. Postal Service as first class mail in an envelope addressed to: Assistant Commissioner of Patents, Washington D.C. 20231, on August 28, 2001

Name Memorie Stapperahn
Signature Memorie Stapperahn

RESPONSE TO NOTICE OF MISSING PARTS

Assistant Commissioner of Patents
Washington, D.C. 20231

Sir:

In response to the NOTICE OF MISSING PARTS dated August 3, 2001, attached is A
DECLARATION IN SUPPORT OF PATENT APPLICATION BEING FILED WITHOUT THE
SIGNATURE OF ONE OF THE INVENTORS UNDER 37 CFR 1.47. As detailed therein, the
remaining inventors and the assignee of all right, title and interest in and to the present patent

RECEIVED

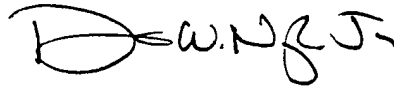
JAN 25 2002

OFFICE OF PETITIONS
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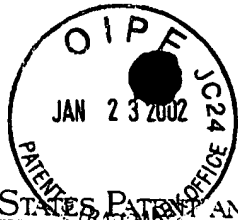
application have been unable to secure the cooperation of one of the four named inventors in executing the requisite declaration. Therefore, the remaining inventors and the assignee of all right, title and interest in and to the patent application are proceeding pursuant to 37 CFR § 1.47 and MPEP § 409.03(a).

A check in the amount of \$65 for payment of the surcharge is enclosed.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "D. W. Nagle, Jr.", with a stylized flourish at the end.

David W. Nagle, Jr.
Reg. No. 42,923
STITES & HARBISON, PLLC
400 W. Market Street
Louisville, Kentucky 40202-3352
Phone (502) 587-3400
Facsimile (502) 587-6391



UNITED STATES PATENT AND TRADEMARK OFFICE

COMMISSIONER FOR PATENTS
UNITED STATES PATENT AND TRADEMARK OFFICE
WASHINGTON, D.C. 20231
www.uspto.gov

APPLICATION NUMBER	FILING/RECEIPT DATE	FIRST NAMED APPLICANT	ATTORNEY DOCKET NUMBER
09/875,529	06/06/2001	Gerald E. Janusz	RF000:000RF-U

24350
STITES & HARBISON, PLLC
400 W MARKET ST
SUITE 1800
LOUISVILLE, KY 40202-3352

CONFIRMATION NO. 6949

FORMALITIES LETTER



OC000000006381062

Date Mailed: 08/03/2001

NOTICE TO FILE MISSING PARTS OF NONPROVISIONAL APPLICATION

FILED UNDER 37 CFR 1.53(b)

Filing Date Granted

An application number and filing date have been accorded to this application. The item(s) indicated below, however, are missing. Applicant is given **TWO MONTHS** from the date of this Notice within which to file all required items and pay any fees required below to avoid abandonment. Extensions of time may be obtained by filing a petition accompanied by the extension fee under the provisions of 37 CFR 1.136(a).

- The signature of the following inventor(s) is missing from the oath or declaration:
Gerald E. Janusz
- To avoid abandonment, a late filing fee or oath or declaration surcharge as set forth in 37 CFR 1.16(e) of \$65 for a small entity in compliance with 37 CFR 1.27, must be submitted with the missing items identified in this letter.
- The balance due by applicant is \$ 65.

A copy of this notice MUST be returned with the reply.

Customer Service Center

Initial Patent Examination Division (703) 308-1202

PART 2 - COPY TO BE RETURNED WITH RESPONSE

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JAN 25 2002

OFFICE OF PETITIONS
DEPUTY A/C PATENTS

**DECLARATION IN SUPPORT OF PATENT APPLICATION
BEING FILED WITHOUT THE SIGNATURE OF ONE OF THE INVENTORS
UNDER 37 CFR 1.47**

Declarant, David W. Nagle, Jr., has acted as and is acting as patent counsel for Telemics, Inc. and has first hand knowledge of the facts presented herein.

1. RF Solutions.net, LLC, (hereinafter referred to as "RF Solutions") was formed by Stephen C. Payne, D. Yandell Wood, Jr., Scott C. Roussell, and Gerald E. Janusz in August 1999 as a limited liability company under the laws of the State of Kentucky in an effort to develop and commercialize an operation and verification system for monitoring working components, such as light fixtures (hereinafter referred to as the "Technology"). As part of the formation of the limited liability company, each member of RF Solutions made a capital contribution. Mr. Janusz contribution included "inventions, processes, discoveries, designs, computer programs and applications invented, discovered, written, designed and/or developed by Mr. Janusz and used or useful in connection with the Technology, along with all patents, licenses, copyrights and other intellectual property rights owned by Janusz and relating to the Technology."

2. Subsequent to the formation of RF Solutions, Mr. Janusz assisted in and contributed to the continued development of the Technology (such development also being referred to as the "Project"). Such development work, including the work of Mr. Janusz, was entirely financed by RF Solutions. Declarant was made aware of the existence of the Project and retained as patent counsel in April 2000 by RF Solutions, and thereafter followed the progress of the Project.

3. On June 7, 2000, a Provisional Patent Application, prepared by Declarant, paid for by RF Solutions, and covering all aspects of the Technology, was deposited in the U.S. Mail. This Provisional Patent Application was given a filing date of June 7, 2000 and assigned serial number 60/210,133. The named inventors of the subject matter contained in the Provisional Patent Application were Mr. Janusz and Stephen C. Payne.

4. Mr. Janusz expressly assigned all right, title and interest in the aforementioned Provisional Patent Application to RF Solutions and its successors and assigns. Mr. Janusz

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JUN 25 2002

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further agreed to cooperate with RF Solutions and to execute any additional documents to apply for or maintain patents for the invention in any country of the world. This "Assignment of Invention and of Letters Patent" is attached as Exhibit A to this Declaration.

5. Mr. Janusz discontinued his work with RF Solutions in late summer of 2000.

6. On April 13, 2001, RF Solutions merged with and into Telemics, Inc. (hereinafter referred to as "Telemics"), a Delaware corporation, as evidenced by an Agreement and Plan of Merger which was properly recorded with the Secretary of State of Delaware and also with the United States Patent and Trademark Office. This United States Patent and Trademark Office Notice of Recordation is attached as Exhibit B to this Declaration. After the merger, Mr. Janusz retained shares in Telemics, the surviving corporation.

7. Following the filing of the Provisional Patent Application, and in the months after since Mr. Janusz discontinued his work with Telemics, development of the Technology continued. As a result of such development, Declarant determined that the patentable invention of most significance actually resulted from the collective contributions of Mr. Janusz, Stephen C. Payne, Timothy J. Prell, and Paul van der Pol.

8. Based on the facts set forth above, Declarant advised Telemics that all patentable inventions arising out of the Project, including during the time period in which Mr. Janusz was working on the Project, are the property of Telemics by law.

9. At and subsequent to the time of his departure, Mr. Janusz stated that he would no longer cooperate with Telemics in their efforts to commercialize the Technology or to obtain patent protection for the invention arising out development of the Technology and that, in the future, he should be contacted through his attorney, Mr. Joseph E. Blandford, Jr.

10. In Spring 2001, Telemics instructed Declarant to prepare a Utility Patent Application claiming priority from the Provisional Application and covering the invention deemed to be most significant. The Utility Patent Application was prepared along with a Declaration and Power of

Attorney for the four inventors, including Mr. Janusz. The other inventors – Stephen C. Payne, Timothy J. Prell, and Paul van der Pol – duly executed the declaration and power of attorney.

11. Although Mr. Janusz had repeatedly expressed his unwillingness to cooperate, on June 6, 2001, Declarant, IN A BONA FIDE ATTEMPT AS REQUIRED BY 37 CFR 1.47 to obtain Mr. Janusz' signature on the declaration of the inventors, forwarded under cover of a letter to Mr. Janusz' attorney, Joseph H. Blandford, Jr. at P. O. Box 70302, Louisville. Kentucky 40270-0302, the completed application and associated Declaration and Power of Attorney (collectively, the "Materials"). The posting of the cover letter and Materials was done by overnight express mail. The letter requested that Mr. Janusz sign the declaration and return it to Declarant or Telemics would proceed with the filing and prosecution of the application in accordance with U. S. Patent and Trademark Office procedures governing refusal of an inventor to execute a declaration. Mr. Blandford duly received the Materials as evidenced by the Express Mail delivery record which together with the letter sent to Mr. Janusz form Exhibit C to this Declaration.

12. Neither Declarant nor Telemics received any response from Mr. Janusz or his attorney.

13. In order to obtain the benefit of the filing date of the pending Provisional Patent Application and to preserve Telemics' rights thereunder, on June 7, 2001, Telemics instructed Declarant to proceed with the filing of the aforementioned Utility Patent Application on behalf of Telemics without Mr. Janusz' signature on the Declaration and Power of Attorney.

14. After receiving a Notice of Missing Parts from the U.S. Patent and Trademark Office, in another attempt to obtain Mr. Janusz' signature, a letter was sent by facsimile to Mr. Janusz' attorney, Joseph H. Blandford, Jr. at his fax number 502-581-1982. The letter stated that Declarant had received no response to the above referenced letter dated June 6, 2001 and, unless Mr. Janusz cooperated and agreed to execute the Declaration identifying him as an inventor, Declarant would proceed in accordance with U.S. Patent and Trademark Office procedures governing refusal of an inventor to execute a declaration. Mr. Blandford received the facsimile as evidenced by the facsimile transaction report, which together with the letter sent to Mr. Blandford on behalf of Mr. Janusz form Exhibit D to this Declaration.

Declarant states that all statements made herein of his own knowledge are true and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or document or any registration resulting therefrom.

DAVID W. NAGLE, JR.

DAVID W. NAGLE, JR.
Signature of Declarant

8/28/2001
Date

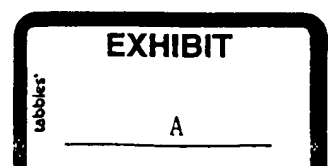
ASSIGNMENT OF INVENTION AND OF LETTERS PATENT

WHEREAS, I, Gerald E. Janusz, residing at 165 Thierman Lane, Louisville, Kentucky 40207, have invented certain improvements in A METHOD AND SYSTEM FOR TRANSMITTING, RECEIVING, AND COLLECTING INFORMATION RELATED TO A PLURALITY OF WORKING COMPONENTS and have executed an application for United States Letters Patent therefor on June 5, 2000;

WHEREAS, I, Stephen C. Payne, residing at 1562 Blankenbaker Lane, Louisville, Kentucky 40207, have invented certain improvements in A METHOD AND SYSTEM FOR TRANSMITTING, RECEIVING, AND COLLECTING INFORMATION RELATED TO A PLURALITY OF WORKING COMPONENTS and have executed an application for United States Letters Patent therefor on June 5, 2000; and

WHEREAS, RF Solutions.net, LLC, a Kentucky limited liability company having offices at 111 W. Washington Street, Third Floor, Louisville, KY 40202 (including its successors and assigns), desires to acquire my entire right, title, and interest in said application and invention and any United States and foreign patents to be obtained therefor;

NOW THEREFORE, for One Dollar (\$1.00) and other valuable consideration, as described in the OPERATING AGREEMENT of RF Solutions.net, LLC executed December 13, 1999 and receipt whereof is hereby acknowledged, I do hereby sell,



disclosed therein for the United States of America and all countries foreign thereto, including rights of priority under the International Convention of Paris (1883) as amended and the entire right, title, and interest in and to any and all patent applications, patents, continuations, continuations-in-part, and reissues based thereon which may be filed or granted therefor in the United States or any foreign country. I also agree that RF Solutions.net, LLC may apply for foreign Letters Patent on the invention, and I agree to cooperate with RF Solutions.net, LLC and to execute without additional consideration any additional documents as deemed necessary by RF Solutions.net, LLC to apply for or maintain patents or other legal protection for the invention in any country of the world.

I request the Commissioner of Patents to issue any Letters Patent granted upon the invention set forth in the application to RF Solutions.net, LLC

Signed and sealed at 111 W. Washington Sr., Louisville, Ky on 6/5, 2000.

Gerald E. Janusz
Gerald E. Janusz

State of Kentucky)
County of Jefferson) ss

Subscribed and sworn to before me this 5th day of June, 2000.

W. H. Winkler
Notary Public

My Commission expires 2001

Signed and sealed at 111 W. Washington St., Louisville, Ky 40202 on 11/1, 2000.

Stephen C. Payne
Stephen C. Payne

State of Kentucky)
County of Jefferson) ss

Subscribed and sworn to before me this 5th day of June, 2000.

[Signature]
Notary Public

My Commission expires 2001



UNITED STATES DEPARTMENT OF COMMERCE
Patent and Trademark Office
ASSISTANT SECRETARY AND COMMISSIONER
OF PATENTS AND TRADEMARKS
Washington, D.C. 20231

AUGUST 08, 2000

PTAS

STITES & HARBISON
DAVID W. NAGLE, JR.
400 WEST MARKET STREET, SUITE 1800
LOUISVILLE, KY 40202



101382481A

UNITED STATES PATENT AND TRADEMARK OFFICE
NOTICE OF RECORDATION OF ASSIGNMENT DOCUMENT

THE ENCLOSED DOCUMENT HAS BEEN RECORDED BY THE ASSIGNMENT DIVISION OF THE U.S. PATENT AND TRADEMARK OFFICE. A COMPLETE MICROFILM COPY IS AVAILABLE AT THE ASSIGNMENT SEARCH ROOM ON THE REEL AND FRAME NUMBER REFERENCED BELOW.

PLEASE REVIEW ALL INFORMATION CONTAINED ON THIS NOTICE. THE INFORMATION CONTAINED ON THIS RECORDATION NOTICE REFLECTS THE DATA PRESENT IN THE PATENT AND TRADEMARK ASSIGNMENT SYSTEM. IF YOU SHOULD FIND ANY ERRORS OR HAVE QUESTIONS CONCERNING THIS NOTICE, YOU MAY CONTACT THE EMPLOYEE WHOSE NAME APPEARS ON THIS NOTICE AT 703-308-9723. PLEASE SEND REQUEST FOR CORRECTION TO: U.S. PATENT AND TRADEMARK OFFICE, ASSIGNMENT DIVISION, BOX ASSIGNMENTS, CG-4, 1213 JEFFERSON DAVIS HWY, SUITE 320, WASHINGTON, D.C. 20231.

RECORDATION DATE: 06/07/2000

REEL/FRAME: 010851/0026
NUMBER OF PAGES: 5

BRIEF: ASSIGNMENT OF ASSIGNOR'S INTEREST (SEE DOCUMENT FOR DETAILS).

ASSIGNOR:

JANUSZ, GERALD E.

DOC DATE: 06/05/2000

ASSIGNOR:

PAYNE, STEPHEN C.

DOC DATE: 06/05/2000

ASSIGNEE:

RF SOLUTIONS.NET, LLC
KENTUCKY LIMITED LIABILITY COMPANY
111 W. WASHINGTON STREET, 3RD
FLOOR
LOUISVILLE, KENTUCKY 40202

SERIAL NUMBER: 60210133
PATENT NUMBER:

FILING DATE:
ISSUE DATE:

010851/0026 PAGE 2

TONYA LEE, EXAMINER
ASSIGNMENT DIVISION
OFFICE OF PUBLIC RECORDS

06-16-2000



101382481

U.S. Department of Commerce
Patent and Trademark Office
PATENT

**RECORDATION FORM COVER SHEET
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Document ID#
- ☐ Correction of PTO Error
Reel # Frame #
- ☐ Corrective Document
Reel # Frame #

Conveyance Type

- ☒ Assignment ☐ Security Agreement
- ☐ License ☐ Change of Name
- ☐ Merger ☐ Other

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☐ Departmental File ☐ Secret File

Conveying Party(ies)

☐ Mark if additional names of conveying parties attached

Name (line 1)

Execution Date
Month Day Year

Name (line 2)

Second Party

Name (line 1)

Execution Date
Month Day Year

Name (line 2)

60210133

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Name (line 1)

Name (line 2)

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Domestic Representative Name and Address

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Name

Address (line 1)

Address (line 2)

Address (line 3)

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6/14/2000 WKOROMA 00000016 50210133

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Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

Correspondent Name and Address

Area Code and Telephone Number

502-587-3400

Name David W. Nagle, Jr.

Address (line 1) Stites & Harbison

Address (line 2) 400 West Market Street

Address (line 3) Suite 1800

Address (line 4) Louisville, KY 40202

Pages

Enter the total number of pages of the attached conveyance document
including any attachments.

3

Application Number(s) or Patent Number(s)

☐ Mark if additional numbers attached

Enter either the Patent Application Number or the Patent Number (DO NOT ENTER BOTH numbers for the same property).

Patent Application Number(s)

Patent Number(s)

If this document is being filed together with a new Patent Application, enter the date the patent application was signed by the first named executing inventor.

Month Day Year
06 05 2000

Patent Cooperation Treaty (PCT)

Enter PCT application number
only if a U.S. Application Number
has not been assigned.

PCT PCT PCT
PCT PCT PCT

Number of Properties

Enter the total number of properties involved.

1

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): \$ 40.00

Method of Payment:
Deposit Account

Enclosed ☒ Deposit Account ☐

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

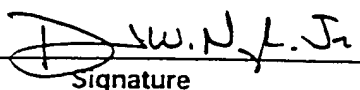
Yes ☐ No ☐

Statement and Signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

David W. Nagle, Jr.

Name of Person Signing


Signature

6/7/2000
Date



UNITED STATES DEPARTMENT OF COMMERCE
Patent and Trademark Office
ASSISTANT SECRETARY AND COMMISSIONER
OF PATENTS AND TRADEMARKS
Washington, D.C. 20231

JULY 17, 2001

PTAS



101702400A

STITES & HARBISON
DAVID W. NAGLE, JR.
400 WEST MARKET STREET
SUITE 1800
LOUISVILLE, KY 40202

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RECORDATION DATE: 04/23/2001

REEL/FRAME: 011748/0130
NUMBER OF PAGES: 5

BRIEF: MERGER (SEE DOCUMENT FOR DETAILS).

ASSIGNOR:

RF SOLUTIONS.NET, LLC, A KENTUCKY
LIMITED LIABILITY COMPANY

DOC DATE: 04/13/2001

ASSIGNEE:

TELEMICS, INC., A DELAWARE
CORPORATION
111 WEST WASHINGTON STREET, 3RD
FLOOR
LOUISVILLE, KENTUCKY 40202

SERIAL NUMBER: 60210133
PATENT NUMBER:

FILING DATE: 06/07/2000
ISSUE DATE:

SAUNDRA BALLENGER, EXAMINER
ASSIGNMENT DIVISION
OFFICE OF PUBLIC RECORDS

EXHIBIT

B

05-04-2001

U.S. Department of Commerce
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PATENT

4123101



101702400

**RECORDATION FORM COVER SHEET
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APR 23 2001

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Submission Type

Conveyance Type

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- ☐ Corrective Document
Reel # Frame #

- ☐ Assignment ☐ Security Agreement
- ☐ License ☐ Change of Name
- ☒ Merger ☐ Other

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☐ Departmental File ☐ Secret File

Conveying Party(ies)

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Name (line 1)

Name (line 2)

Second Party

Name (line 1)

Name (line 2)

Execution Date
Month Day Year

Execution Date
Month Day Year

Receiving Party

☐ Mark if additional names of receiving parties attached

Name (line 1)

Name (line 2)

Address (line 1)

Address (line 2)

Address (line 3)

City State/Country Zip Code

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Address (line 4)

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Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

Correspondent Name and Address

Area Code and Telephone Number **502-587-3400**

Name **David W. Nagle, Jr.**

Address (line 1) **Stites & Harbison**

Address (line 2) **400 West Market Street**

Address (line 3) **Suite 1800**

Address (line 4) **Louisville, Kentucky 40202**

Pages

Enter the total number of pages of the attached conveyance document including any attachments. # **1**

Application Number(s) or Patent Number(s)

Enter either the Patent Application Number or the Patent Number (DO NOT ENTER BOTH numbers for the same property). ☐ Mark if additional numbers attached

Patent Application Number(s)

60210133

Patent Number(s)

If this document is being filed together with a new Patent Application, enter the date the patent application was signed by the first named executing inventor.

Month Day Year

Patent Cooperation Treaty (PCT)

Enter PCT application number
only if a U.S. Application Number
has not been assigned.

PCT

PCT

PCT

PCT

PCT

PCT

Number of Properties

Enter the total number of properties involved. # **1**

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): \$ **40.00**

Method of Payment:
Deposit Account

Enclosed ☒

Deposit Account ☐

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: #

Authorization to charge additional fees:

Yes ☐

No ☐

Statement and Signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

David W. Nagle, Jr.
Name of Person Signing

D. W. Nagle, Jr.
Signature

4/18/2001
Date

State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"RF SOLUTIONS.NET, LLC", A KENTUCKY LIMITED LIABILITY COMPANY,

WITH AND INTO "TELEMICS, INC." UNDER THE NAME OF "TELEMICS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SIXTEENTH DAY OF APRIL, A.D. 2001, AT 8:30 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1080545

DATE: 04-16-01

3356469 8100M

010180890

**CERTIFICATE OF MERGER
OF
RF SOLUTIONS.NET, LLC
a Kentucky limited liability company
INTO AND WITH
TELEMICS, INC.,
a Delaware corporation**

(UNDER SECTION 264 OF THE GENERAL
CORPORATION LAW OF THE STATE OF DELAWARE)

The undersigned corporation, Telemics, Inc., a Delaware corporation, hereby certifies that:

1. The names and jurisdictions of formation of the entities that are to merge are as follows:

A. RF Solutions.net, a limited liability company formed and existing in good standing under the laws of the Commonwealth of Kentucky (the "Merging Entity"); and

B. Telemics, Inc., a corporation organized and existing in good standing under the laws of the State of Delaware (the "Surviving Corporation").

2. The merger is to be effected pursuant to an Agreement and Plan of Merger (the "Plan of Merger"). Such Plan of Merger has been duly approved, adopted, certified, executed and acknowledged by each of the constituent entities.

3. The name of the Surviving Corporation upon consummation of the merger shall be Telemics, Inc.

4. The Certificate of Incorporation of the Surviving Corporation shall be the certificate of incorporation of the Surviving Corporation from the time of the merger and until thereafter amended in accordance with the Delaware General Corporation Law.

5. The Plan of Merger pursuant to which the merger is being consummated is on file at the principal place of business of the Surviving Corporation. The address of the principal place of business of the Surviving Corporation is 111 East Washington Street, Louisville, Kentucky 40202.

6. A copy of the Plan of Merger will be furnished by the Surviving Corporation, on request and without charge, to any member of the Merging Entity or stockholder of the Surviving Corporation.

IN WITNESS WHEREOF, Telemics, Inc., a Delaware corporation, has caused its duly authorized officer to execute and deliver this Certificate of Merger as of the 13th day of April, 2001.

TELEMICS, INC.,
a Delaware corporation

By: 

Scott C. Russell, President

STITES & HARBISON PLLC
ATTORNEYS

400 West Market Street
Suite 1800
Louisville, KY 40202-3352
(502) 587-3400
(502) 587-6391 Fax
www.stites.com

April 18, 2001

Memorie Stofferahn
502-681-0314
mstofferahn@stites.com

Commissioner of Patents and Trademarks
Box ASSIGNMENTS
Washington, D.C. 20231

RE: Merger

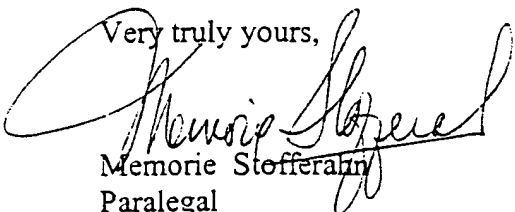
Dear Commissioner:

In relation to the above referenced, enclosed are the following:

1. Recordation Form Cover Sheet – Patents Only;
2. Recordation Form Cover Sheet – Trademarks Only;
3. Certificate of Merger;
3. Check payable to your order in the amount of \$115.00; and
4. Return receipt postcard.

Should you need anything further, please contact this office.

Very truly yours,


Memorie Stofferahn
Paralegal

mgs:mgs
Enclosures

STITES & HARBISON PLLC
ATTORNEYS

June 6, 2001

EL513026362US

VIA EXPRESS MAIL

Joseph E. Blandford, Jr.
P.O. Box 70302
Louisville, KY 40270-0302

FILE COPY

RE: Telemics Utility Patent Application
C/M Code: RF000/000RF

Dear Mr. Blandford:

We represent Telemics, Inc. (f/k/a RF Solutions.net, LLC), and we understand that you are representing Gerald E. Janusz. As you may know, Telemics is currently pursuing a utility patent application based on a provisional patent application that was filed on June 7, 2000, namely U.S. Application Serial No. 60/210,133. Mr. Janusz was a named inventor in that application, and further assigned all right, title and interest in that application to RF Solutions.net, LLC and its successors and assigns:

I do hereby sell, assign, and transfer to Telemics, Inc. the entire right, title and interest in said application and the invention disclosed therein for the United States of America and all countries foreign thereto, including rights of priority under the International Convention of Paris (1883) as amended and the entire right, title, and interest in and to any and all patent applications, patents, continuations, continuations-in-part, and reissues based thereon which may be filed or granted therefor in the United States or any foreign country.

Assignment of Invention and of Letters Patent dated June 5, 2000 at ¶4. (A copy of this document is enclosed.)

Furthermore, Mr. Janusz agreed to:

cooperate with RF Solutions.net, LLC and to execute without additional consideration any additional documents as deemed necessary by RF Solutions.net, LLC to apply for or maintain patents or other legal protection for the invention in any country of the world.

Assignment of Invention and of Letters Patent dated June 5, 2000 at ¶4.

Therefore, enclosed for Mr. Janusz's review is the utility patent application that was prepared based on the above-referenced provisional patent application. We ask that Mr. Janusz review this application and then execute the enclosed "Declaration and Power of Attorney for Patent Application" that identifies him as one of the joint inventors of the subject matter of the utility patent application. Because we must timely file the declaration with the utility patent

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David W. Nagle, Jr.
(502) 681-0321
dnagle@stites.com

VIA EXPRESS MAIL

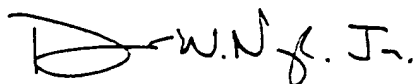
Joseph E. Blandford, Jr.
June 6, 2001
Page 2

application, we ask that you return the signed document to our offices no later than June 22, 2001. Should Mr. Janusz refuse to execute the requisite declaration, we will proceed in accordance with U.S. Patent and Trademark Office procedures governing refusal of an inventor to execute a declaration.

Should you have any questions or concerns, please do not hesitate to contact our offices.

Very truly yours,

STITES & HARBISON, PLLC



David W. Nagle, Jr.

Enclosures

cc: Scott Roussell (w/o Enclosures)
T. Morgan Ward, Jr., Esq. (w/o Enclosures)
Richard A. Vance, Esq. (w/o Enclosures)

RF000:000RF:183953:LOUISVILLE



UNITED STATES
POSTAL SERVICE™

Date: 08/16/2001

Fax Transmission To: MEMORIE STOFFERAHN
Fax Number: 502-585-1024

Dear MEMORIE STOFFERAHN:

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Signature of Recipient: delivery section

Joe Blandford
Joe Blandford

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Delivery Status

You entered EL513026362US

Your item was delivered at 9:41 am on June 7 in
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STITES & HARBISON_{PLLC}
ATTORNEYS

August 6, 2001

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VIA FACSIMILE TO 581-1982

Joseph E. Blandford, Jr.
P.O. Box 70302
Louisville, KY 40270-0302

David W. Nagle, Jr.
(502) 681-0321
dnagle@stites.com

RE: Telemics Utility Patent Application
C/M Code: RF000/000RF

Dear Mr. Blandford:

We represent Telemics, Inc. (f/k/a RF Solutions.net, LLC), and we understand that you are representing Gerald E. Janusz. In prior correspondence dated June 6, 2001, we asked that Mr. Janusz execute a "Declaration and Power of Attorney for Patent Application" that identifies him as one of the joint inventors of a utility patent application filed by Telemics, Inc. We take your failure to respond as an indication that Mr. Janusz still refuses to cooperate and execute the declaration. Please advise on or before Friday, August 10, 2001 if Mr. Janusz has changed his position; otherwise, we will proceed in accordance with U.S. Patent and Trademark Office procedures governing refusal of an inventor to execute a declaration.

Should you have any questions or concerns, please do not hesitate to contact our offices.

Very truly yours,

STITES & HARBISON, PLLC



David W. Nagle, Jr.

RF000:000RF:194795:LOUISVILLE

EXHIBIT

D

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DATE: August 6, 2001

TO:

NAME	FAX NO.	PHONE NO.
Joseph E. Blandford, Jr., Esq.	502-581-1982	502-583-3010

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FROM: David W. Nagle, Jr.

C/M CODE: RF000/000RF

TRANSMITTED BY: _____

DATE: _____ **TIME:** _____

MESSAGE: Please see attached correspondence.

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DATE: 06-AUG-01
TIME: 16:30

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